

NOV-19 96 12:00 FROM:XL CORP & RESEARCH 212-431-1441 TO:FLAFAXINC
4-922-9708 11/19/98 14:38 Fl. Dept. of State p1 /1

PAGE:02



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 19, 1996

BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.

SUBJECT: THE THREE AMIGOS PRODUCTION CO., INC.
REF: W96000024497

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

REGISTERED AGENT'S PAGE IS NOT ACCEPTABLE FOR MICROFILMING. PLEASE RE-FAX DOCUMENT.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6933.

Dana Calloway
Document Specialist

FAX Aud. #: H96000016313
Letter Number: 096A00052654

H96000016313

ARTICLES OF INCORPORATION
OF
THE THREE AMIGOS PRODUCTION CO., INC.

FILED
96 NOV 20 PM 3:32
STATE OF FLORIDA

THE UNDERSIGNED sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXV, Chapter 607 of the revised Florida Statutes, herewith submits the following information:

1. The name of the corporation is THE THREE AMIGOS PRODUCTION CO., INC.

2. The duration of the corporation shall be perpetual.

3. The general purpose or purposes for which this corporation is being formed are to include the transaction of any or all lawful business for which corporations may be incorporated under this chapter.

4. The aggregate number of shares which the corporation shall have authority to issue is 1,000 shares, all without par value and of one class.

5. The principal address and mailing address of the corporation will be 201 SW 10TH ST., POMPANO BEACH, FL 33060 and the name of its initial registered agent at such address is FRANK RUSSO .

6. The number of directors constituting the initial board of directors is ONE and the name and address of each person who is to serve as a member thereof is as follows:

FRANK RUSSO, 115 NEWTOWN ROAD, PLAINVIEW, NY 11803

7. The name and address of the sole incorporator is: ROBERT ARATINGI , c/o XL CORPORATE SERVICES, INC., 62 WHITE STREET, 2ND FLOOR, NEW YORK, NY 10013.

IN WITNESS WHEREOF, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation.

Dated: 11/18/96


ROBERT ARATINGI
Sole Incorporator

BlumbergExcelsior
62 White St
New York, Ny 10013
212-431-5000

H96000016313

ACCEPTANCE OF APPOINTMENT

AS

REGISTERED AGENT

I, the undersigned, do hereby accept appointment as Registered Agent of THE THREE AMIGOS PRODUCTION CO., INC., the within named corporation.

Dated: NOV 19 1996


FRANK RUSSO
FRANK RUSSO

FILED
96 NOV 20 PM 3:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA